

EXHIBIT 2

BROOKS SHOPPING CENTERS, LLC
c/o Macerich Management Company
401 Wilshire Boulevard, Suite 700
Santa Monica, California 90401

November 29, 2018

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Sears, Roebuck and Co.
3333 Beverly Road
Hoffman Estates, IL 60179
Attn: Vice President, Real Estate

Re: Lease dated March 17, 1995 (as amended, the "Lease") between Brooks Shopping Centers, LLC (successor-in-interest to Brooks Shopping Centers, Inc.; hereinafter called the "Landlord") and Sears, Roebuck and Co. (hereinafter called the "Tenant")

Premises: Portion of the Cross County Shopping Center, Yonkers, New York (as more particularly described in the Lease, the "Demised Premises")

Gentlemen:

Reference is made to Article 7 of the Lease and the obligation of the Tenant therein to maintain the Demised Premises in good order and condition, specifically, Tenant's obligation to make any and all repairs necessary to avoid any structural damage or injury to the building located on the Demised Premises. Enclosed with this notice are the following inspection reports (collectively, the "Reports"): (i) Roof Inspection Report dated November 16, 2018 prepared by Chris Andersen Roofing and Erecting Co. Inc. (the "Roof Report"); (ii) Inspection dated November 13, 2018 and prepared by Peter Gisondi & Company, Inc. (the "Exterior Report"), and (iii) Site Inspection Report dated October 25, 2018 and prepared by Steven Marcus Concrete (the "Concrete Report").

The Reports set forth numerous deficiencies in the condition of the Demised Premises which require the performance of repairs and replacements for which Tenant is responsible under the Lease. For instance:

- The Roof Report concludes that there are numerous incidences of cupping which is causing cracks and blisters throughout the roof. The metal cap is in bad condition and has started to lift and there is water ponding in many locations. As a consequence of the foregoing the roof must be replaced.

- The Concrete Report highlights the need to remove and replace the black top of the rooftop parking lot. It also highlights numerous defects in the loading docks and staircases and locations where the sidewalk and ramps are not in compliance with applicable code.

Your failure to correct the deficiencies set forth in the Reports would constitute a default under the Lease which, in accordance with an appropriate order from the Bankruptcy Court, would entitle Landlord to exercise the rights and remedies set forth in the Lease. We trust that you will initiate the steps necessary to effect the required work, and that you will apprise us as to any such steps and the progress that you are making to affect the cure until the same has been completed.

This letter is without prejudice to, or waiver of, any and all of Landlord's legal rights and remedies in connection with the foregoing matters, all of which are hereby expressly reserved.

Very truly yours,

BROOKS SHOPPING CENTERS, LLC

By: 

James E. Stifel
Executive Vice President

cc: Sears, Roebuck and Co.
3333 Beverly Road
Hoffman Estates, Illinois 60179
Attention: Assistant General Counsel, Real Estate

Sears, Roebuck and Co.
3333 Beverly Road
Hoffman Estates, Illinois 60179
Attention: Jane Borden, President- Real Estate

Sears, Roebuck and Co.
3333 Beverly Road
Hoffman Estates, Illinois 60179
Attention: Cary Coonce, Divisional Vice President, Real Estate Strategy

BONDED ROOFING

INDUSTRIAL ALUMINUM

CORRUGATED PLASTIC

PROTECTED METALS

CHRIS ANDERSEN ROOFING AND ERECTING CO., INC.

INDUSTRIAL SHEET METAL CONTRACTORS

95 New Brunswick Ave. * Hopelawn, NJ 08861

Telephone: (732) 826-1250 * Fax: (732) 826-1515

info@ChrisAndersenRoofing.com

ESTABLISHED 1906



November 16, 2018

Cross County Shopping Center
8000 Mall Walk
Yonkers, NY 10704

Attn: Carl Calabro

Ref: Vacant Sears Store Roof Inspection

Dear Mr. Calabro,

Based on your request we performed a roof inspection on the Sears Store on October 23, 2018.

This inspection consisted of a complete walk thru on all levels, visual observations and test cuts at several locations. Attached please find pictures of existing conditions for your review and files.

Visual observations and test samples revealed that this roof may have exhausted its life expectancy. Existing roof consists of a sprayed in place urethane foam roof. Top layer started to cup at numerous locations and have caused cracks and blisters throughout the roof.

Metal cap appeared in bad condition and started to lift as evidenced from pictures. Ponding water was also visible at many locations. Our test cuts revealed that existing insulation thickness varies from 2" to 3" at location that were tested.

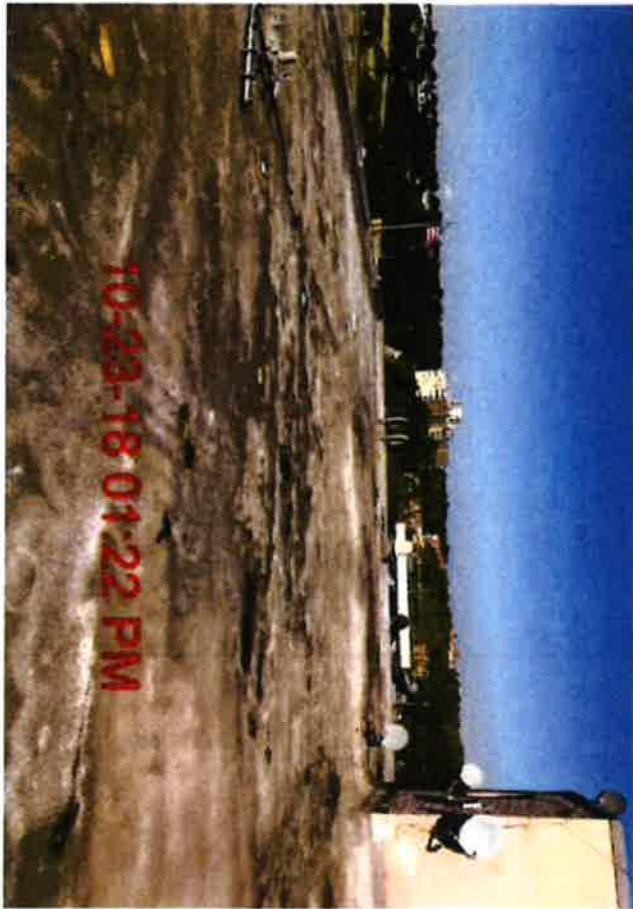
For best results we recommend that entire roof to be removed and replaced. New roof assembly should incorporate local code requirements for R-Value and wind design.

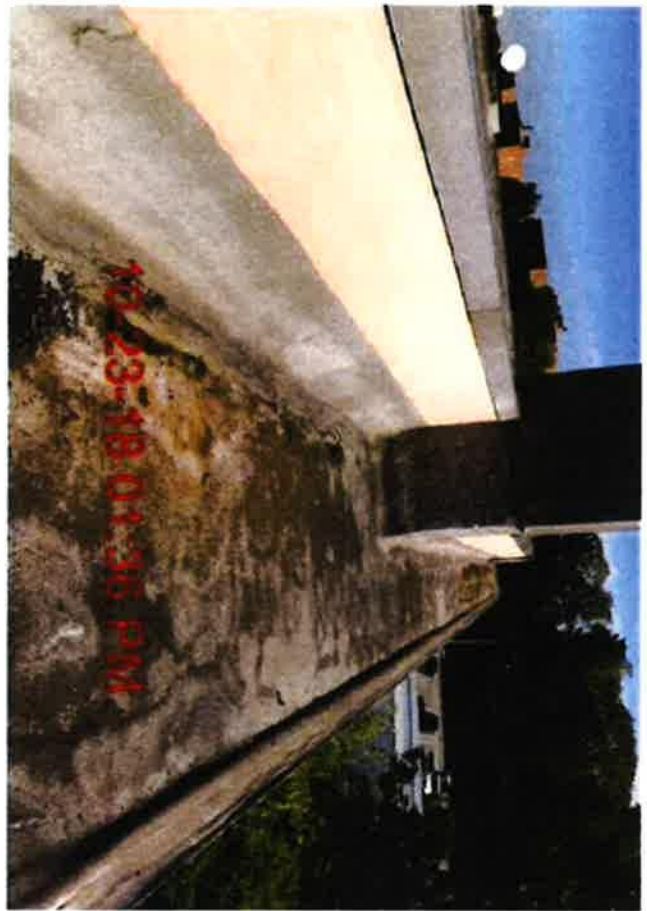
We appreciate this opportunity to be of service. Please contact our office if you need any additional information.

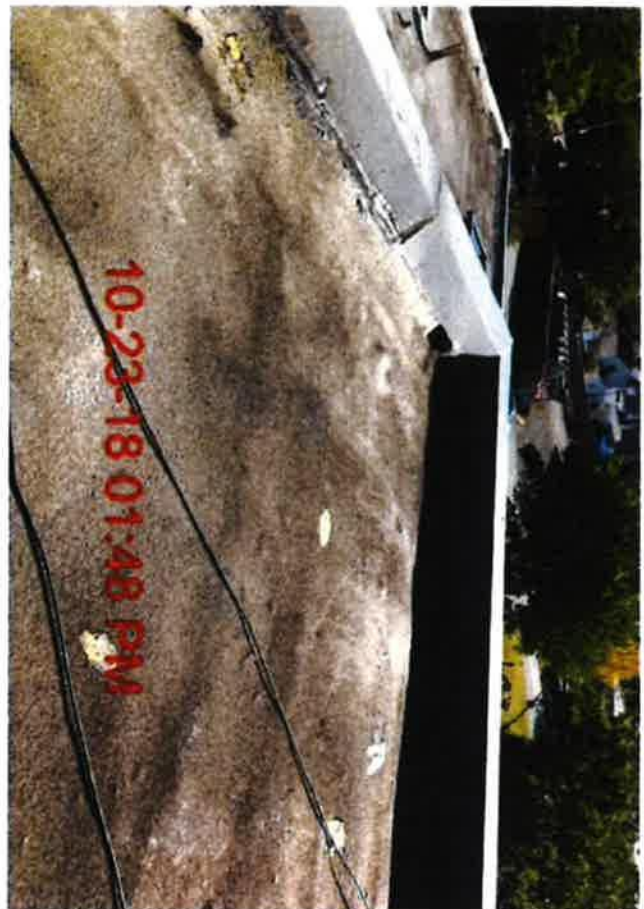
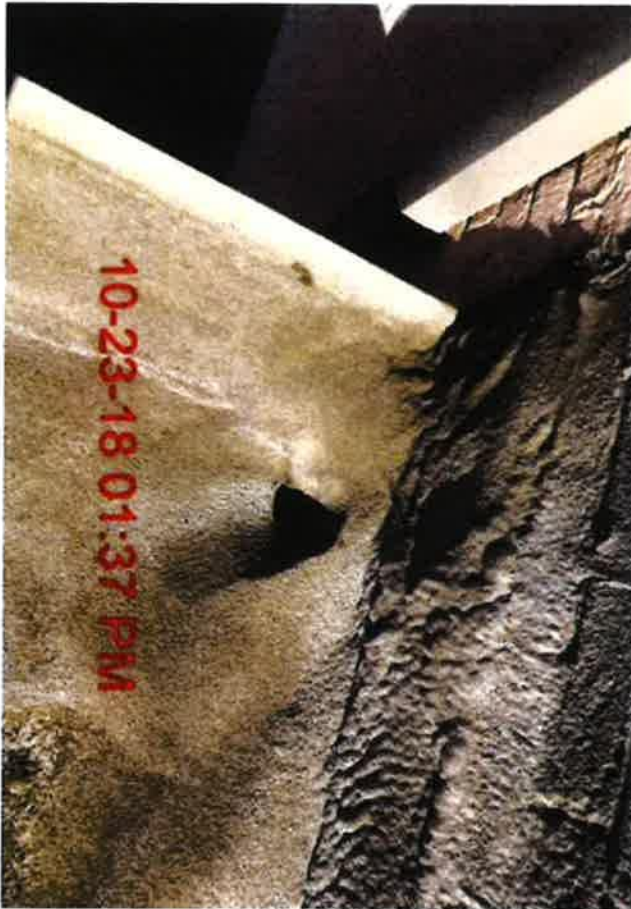
Sincerely,

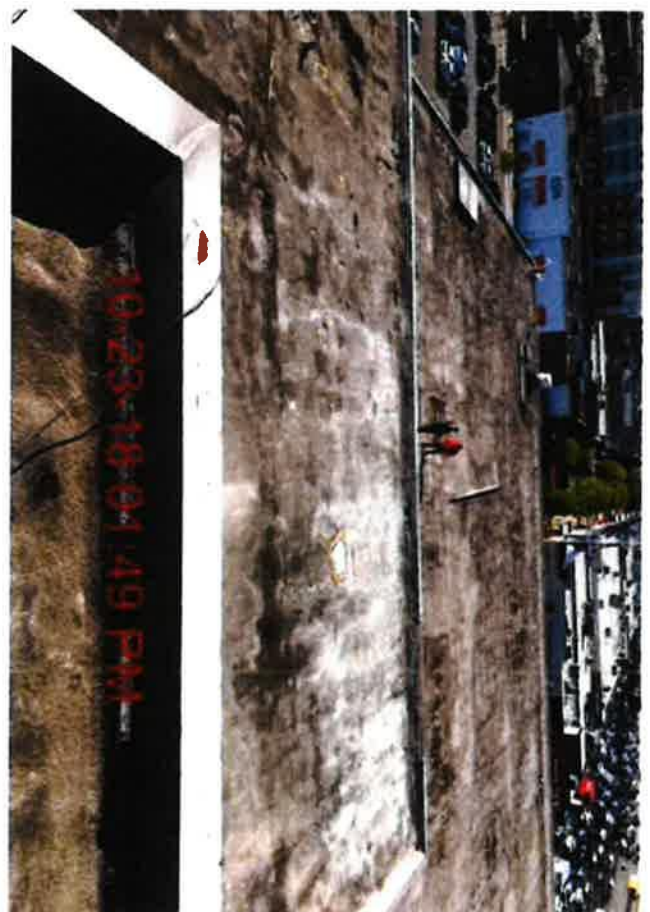
Nabil Elmachtoub

Nabil Elmachtoub

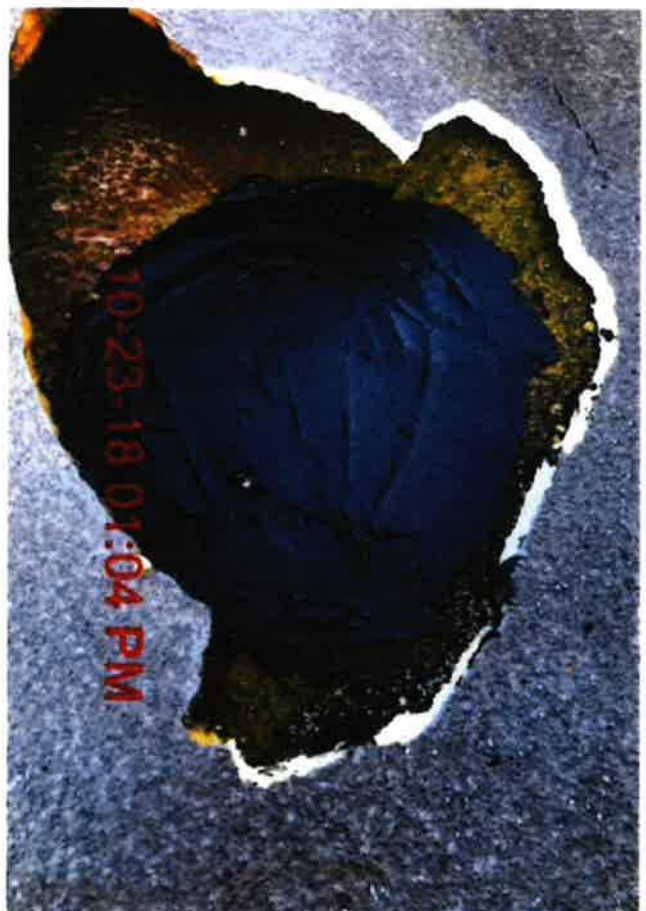


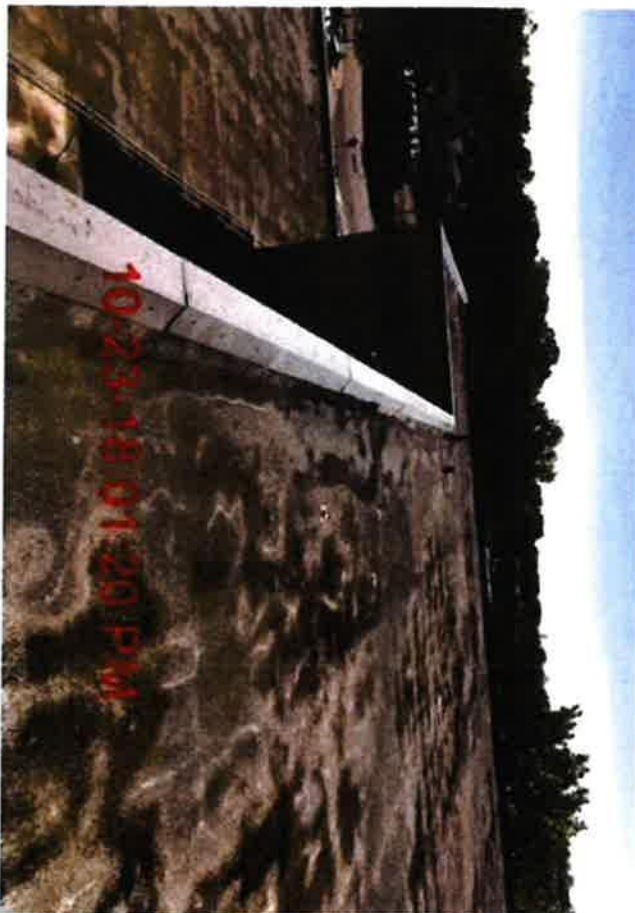
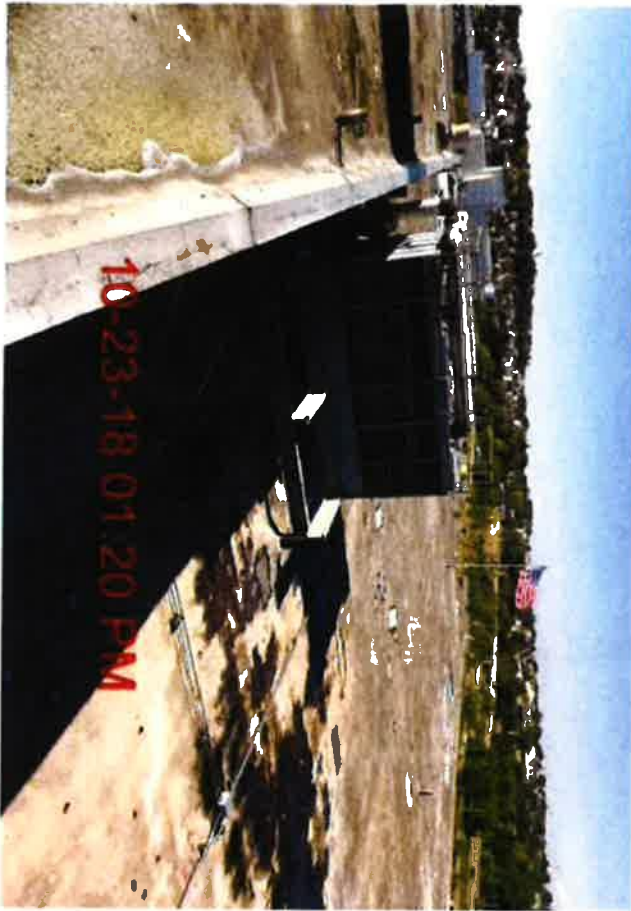






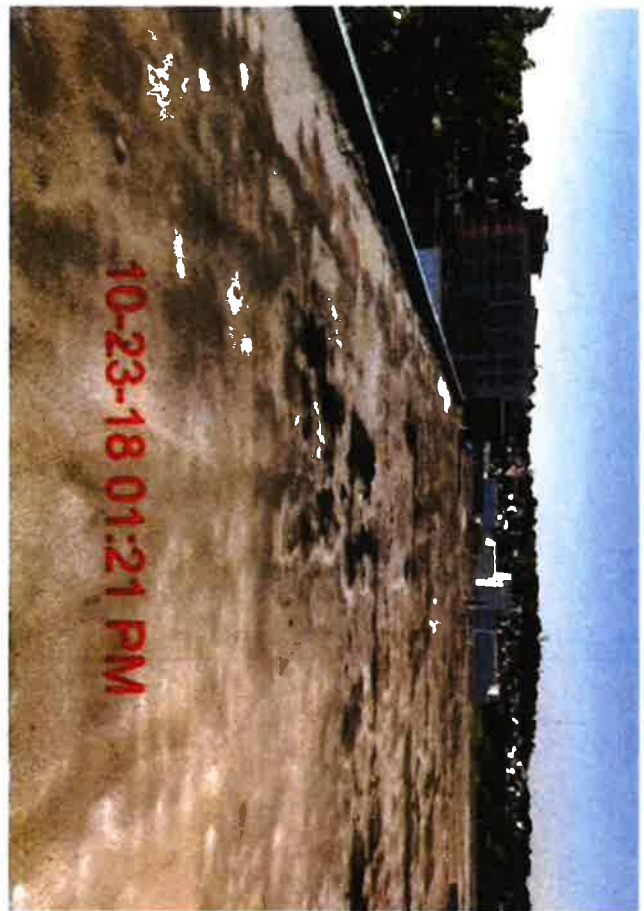












Steven Marcus Concrete

28 Crescent Place
Yonkers, NY 10704
Date: October 25, 2018

Site Inspection Report

Site: Cross County Shopping Center
Location: Sears Lower Level

ADA Curb ramp not compliant with ADA requirements
1 Running slope Non-compliant
2 cross slope Non-compliant
3 transition gap Non compliant

Inspector's Recommendations
1 Remove and replace to comply with the latest ADA requirements
2 Remove and replace to comply with the latest ADA requirements
3 Remove and replace to comply with the latest ADA requirements

Hazards should be Addressed



Steven Marcus Concrete
28 Crescent Place
Yonkers, NY 10704

Site Inspection Report

Site: Cross County Shopping Center
Location: Sears Lower Level

Side walk curb and black top side walk

1. Missing
2. Damage
3. Trip hazards
4. sunken curbs



- Inspector's Recommendations
1. Replace curb and sidewalk to comply with code
 2. Replace curb and sidewalk to comply with code
 3. Replace curb and sidewalk to comply with code
 4. Replace curb and sidewalk to comply with code
- Repair should be addressed*





Steven Marcus Concrete
28 Crescent Place
Valhalla, NY 10594

Site Inspection Report

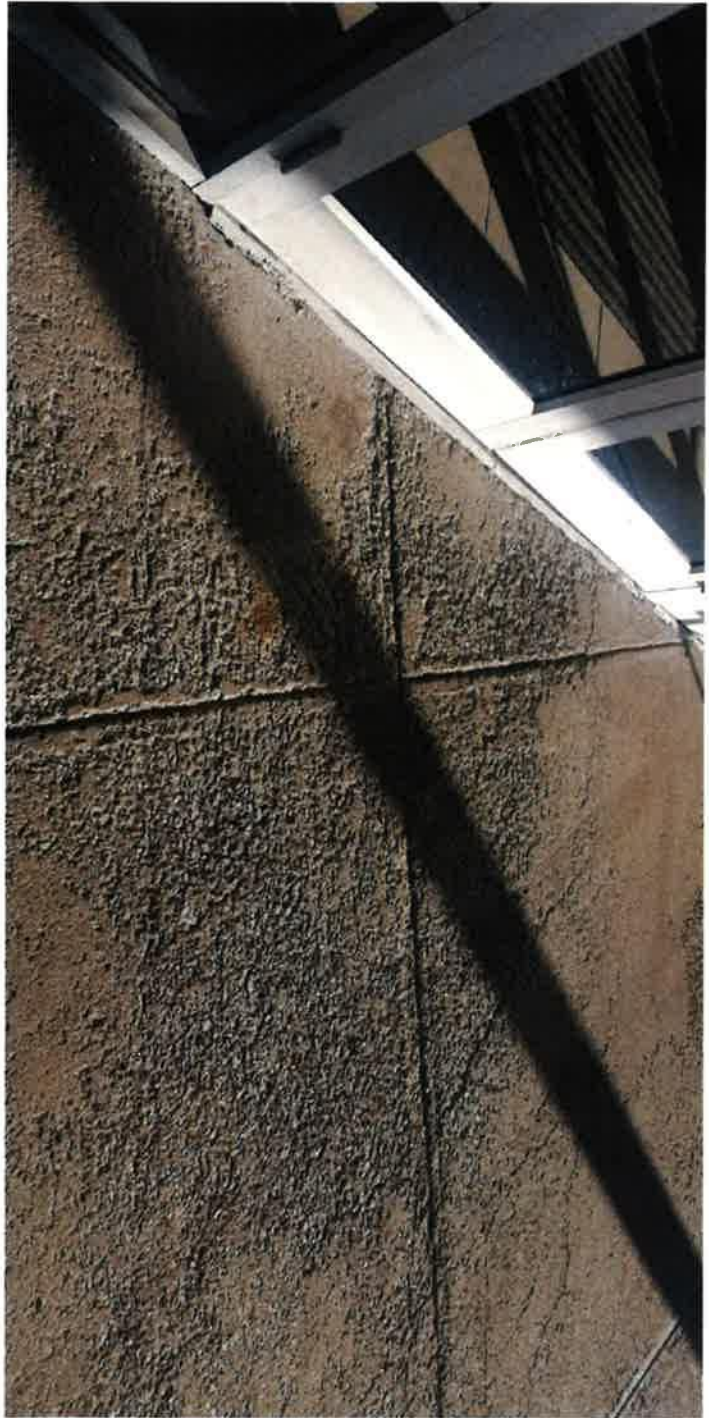
Site: Cross County Shopping Center
Location: Sears (Lower Level)

Side walk trip hazards
1. Missing
2. Trip
3. Trip hazards
4. Surface curbs

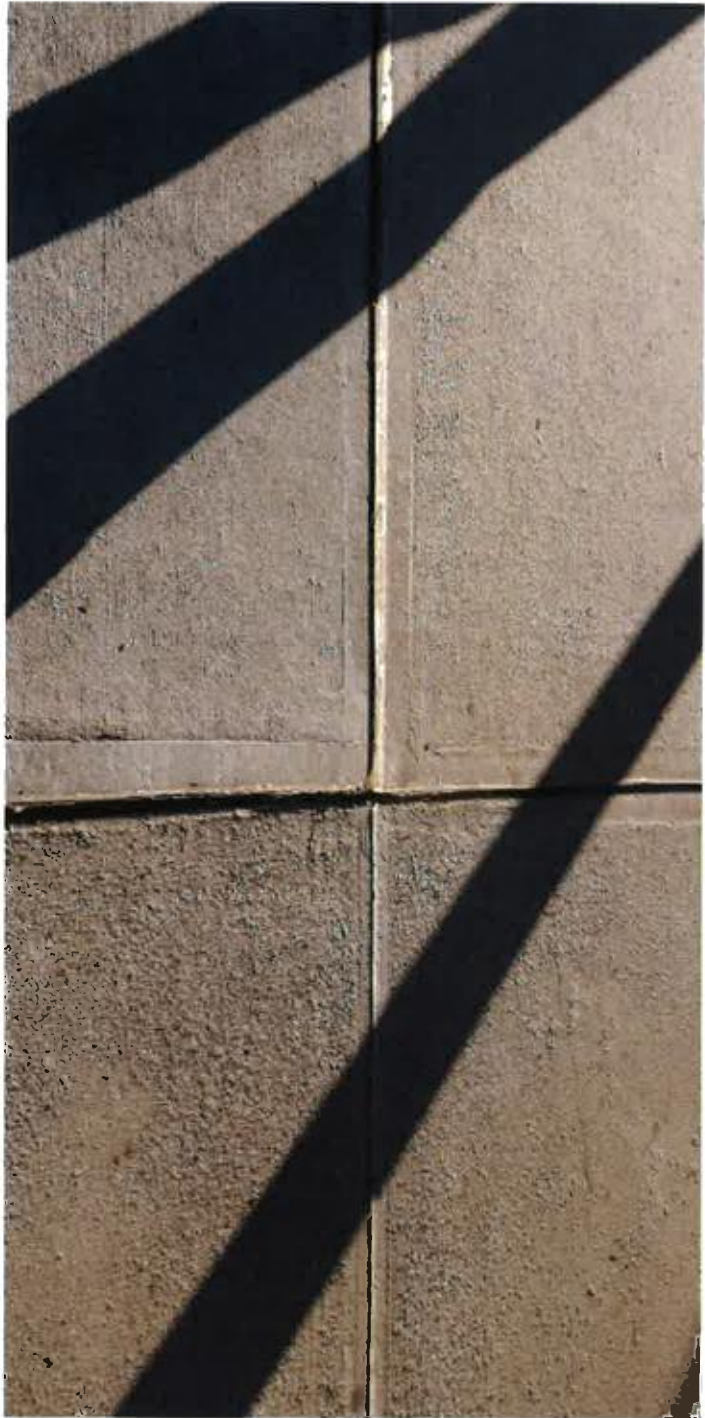
Inspector's Recommendations
1. Remove and replace sidewalk to comply with code
2. Remove and replace sidewalk to comply with code
3. Remove and replace sidewalk to comply with code
4. Remove and replace sidewalk to comply with code
Hazards should be addressed











Steven Marcus Concrete
28 Crescent Place
Yonkers, NY 10704

Site Inspection Report

Site: Cross County Shopping Center
Location: Sears Lower level

stairs in poor condition

1. Damaged Risers
2. Damaged treads
3. Damaged Railings
4. Improper riser height due to movement
5. Trip hazards



- Inspector's Recommendations:
1. Remove and Replace stairs with a uniform riser height
 2. Remove and Replace stairs with a uniform tread width
 3. Remove and Replace railing with a uniform railing height
 4. Remove and Replace stairs with a uniform riser height
 5. Remove and Replace stairs with a uniform riser height
- Hazards should be Addressed







Steven Marcus Concrete
28 Chestnut Place
Yonkers, NY 10704

Site Inspection Report

Site: Coast County Shopping Center
Location: 5 Seaview Mall Parking Area

Side walk curb and black top side walk

- 1. Missing
- 2. Damaged
- 3. Trip hazard
- 4. Curbside

Parking Area

- 1. ADA parking Area Non-compliant
- 2. entire area in poor condition
- 3. not built with standing water possible leaving and causing structural damage
- 4. Multiple locations most of black top missing and possible waterpooling
- 5. Multiple locations black top is missing causing a trip hazard



- Inspector's Recommendations
- 1. Replace curb and sidewalk to comply with code
 - 2. Replace curb and sidewalk to comply with code
 - 3. Replace curb and sidewalk to comply with code
 - 4. Replace curb and sidewalk to comply with code

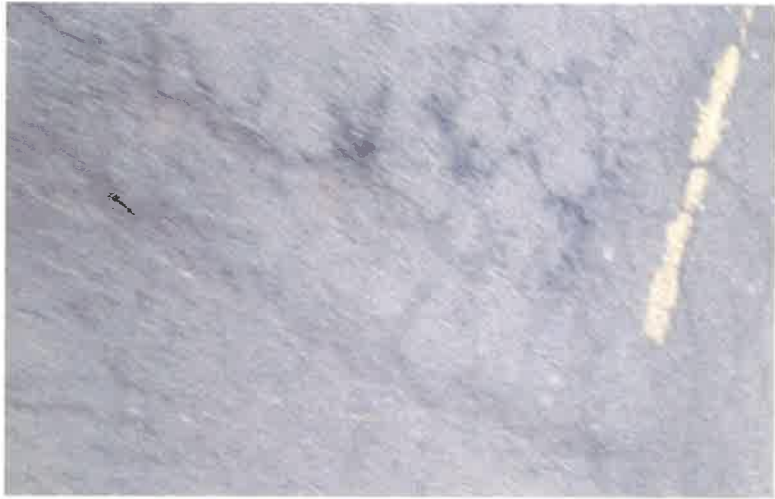
Hazards noted for addressing

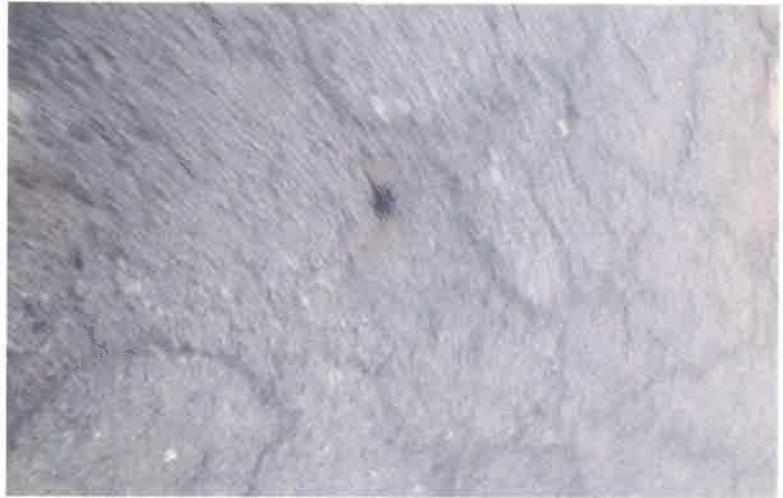
- 1. Install ADA marking and signs as per the latest ADA requirements
- 2. Consult structural engineer, water proofing consultant, for course of action
- 3. Consult structural engineer, water proofing consultant, for course of action
- 4. Consult structural engineer, water proofing consultant, for course of action
- 5. Consult structural engineer, water proofing consultant, for course of action

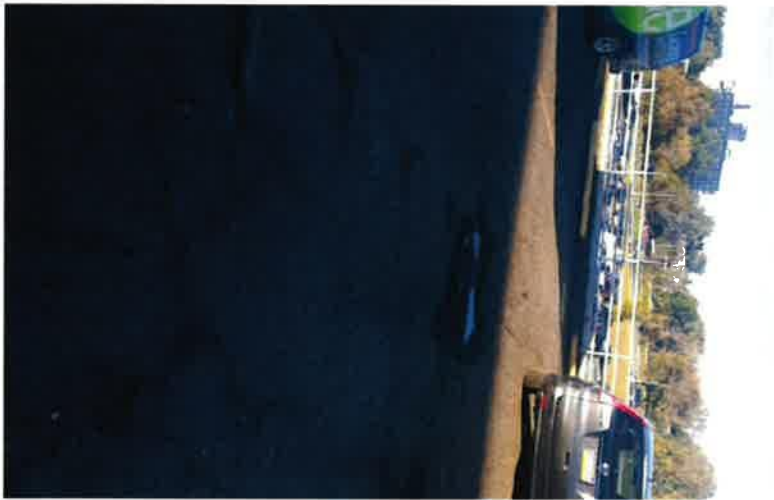
Hazards noted for addressing











Steven Marcus Concrete

28 Crescent Place
Yonkers, NY 10704

Site Inspection Report

Site: Cross County Shopping Center

Location: Sears Upper level loading dock area

pavement

- 1 sunken pavement along compactor area
- 2 sunken pavement at trailer supports
- 3 pot holes causing a trip hazard

Inspector's Recommendations

- 1 Mill and pave affected areas
- 2 Mill and pave affected areas
- 3 Mill and pave affected areas
- 4

Hazards should be Addressed



Peter Gisondi & Co., Inc.

PAINTING CONTRACTORS

11 HARDING AVENUE • WHITE PLAINS • NEW YORK 10606-1305

PHONE 914-948-2023 • FAX 914-948-0653

FAMILY OWNED & OPERATED SINCE 1952

MEMBER:

BUILDING CONTRACTORS ASSOCIATION
BUILDERS INSTITUTE OF WESTCHESTER
FINISHING CONTRACTORS ASSOC. OF AMERICA
PAINTING & DECORATING CONTRACTORS OF AMERICA
CONSTRUCTION INDUSTRY COUNCIL
BUILDING OWNERS & MANAGERS ASSOCIATION
ASSOCIATION OF MASTER PAINTERS

November 26, 2018

Macerich - Cross County Shopping Center
8000 Mall Walk
Management Office
Yonkers, NY 10704
ATTN: Jamie Cekaj / Operations Manager

Jamie, our inspection of the exterior of the Sears Building at the Cross county Mall was conducted by walking the site at all elevations to get a good overview of the conditions. Your scope is to refinish with the existing colors the entire building. We would first Powerwash all surfaces to be refinished to remove all containments. The use of aerial lifts would reach all areas needed for this work to commence. Our work schedule is for daytime hours 7am-2:30pm only Monday -Friday no overtime is allotted. Your firm would be responsible for closing areas of parking needed to complete each area & store entryways. Since this is a refinishing with colors to match we would be using a Primer/finish material with colors to match each area. we will spot prime areas that have raw spots only. The main vertical walls are in good shape. The ceiling over the entryways are not & need full priming. The rails will have two coats due to rust. All this is included in our proposal. The base project should take two /three weeks /weather & as long as you can provide the needed areas for our schedule to flow. The entire building would be power washed first & then painted one side at a time in order to close the areas as needed. Hope this serves for your request.

Very truly yours,

PETER GISONDI & CO., INC.

Peter Gisondi Jr.

Peter Gisondi, Jr.
Vice President

PG:mk